

## **Exhibit A**

## Merisant Defense Plan for Anticipated Splenda Launch

April 21, 2000

### Meeting Objective


- To dimensionalize the Splenda-launch threat and outline plans to defend and grow the Merisant franchise
- Gain approval for defense plan funding in order to begin execution planning and concept development

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DEFENDANT'S  
EXHIBIT


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## Splenda Response Plan Agenda

- Splenda Competitive Knowledge Update
- Why we must AGGRESSIVELY defend against Splenda
  - Splenda's impact in Canada and Australia
  - Splenda's potential impact in the US
- Splenda's Launch Objectives and Strategies
- Splenda Anticipated Launch Plan
- Impact on Merisant
- Merisant Defense Objectives and Strategies
- Merisant Defense Strategies and Plans
- Merisant Defense Plan Calendars
- Defense Plan Cost Summary



## Competitive Knowledge Update

- Current Circumstances in circulation indicates two possible scenarios
  - Sell-in beginning August/September with first ship in late Q4/early Q1-07
  - OR Sell-in beginning in June/July with first ship end of Q3/early Q1
- Customer contact has been minimal to-date
  - Costco: Appointment requested in the Northwest Region
  - Publix: Splenda concept meeting, packet focus and premium pricing
  - No other accounts reporting contact at this time
- McNeil is in final process of selecting Food-brokers
- McNeil response to consumer availability inquiry
  - Product available for general distribution by early 2007
- American Diabetes Association (ADA)
  - Initial meeting held but no plans reviewed or sponsorship solicited

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## Merisant Position

An AGGRESSIVE response is required - Splenda represents the biggest threat in the history of the business!

Splenda success has varied country to country based on their level of initial and ongoing support and strategic relevance

-Canada and Australia have been most successful markets behind investment spending in initial years

-A defense plan was not initiated early in either market, resulting in Equal share losses

## Splenda in Canada

- Prior to the Splenda launch (1992), category volume was declining; dollar sales were flat.
- Splenda's introduction grew category volume 6.1% to 17.5MM Eq Tsps vs. YAG.
- By 1994, category volume increased an additional 2.3% over 1992.

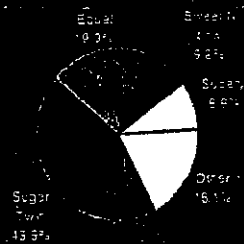
	1991	1992	Proj 1994
Equivalent Tsps	16.5	17.5	17.9
% Change	-4.8%	6.1%	2.3%

## Splenda in Canada

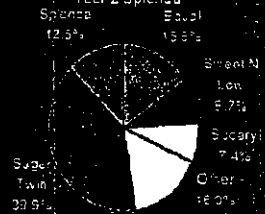
- Equal volume share fell -4 points from pre-Splenda in 1991 to post-Splenda launch in mid 1994
- Competitive brands also experienced share loss

	PI Change
Equal	-6.4
Sweet N Low	-8.8
Splenda	12.5
Sugar Twin	-6.8
Sucaryl	-1.5
Other	-5.7

1991 Volume Share (Pre-Splenda)

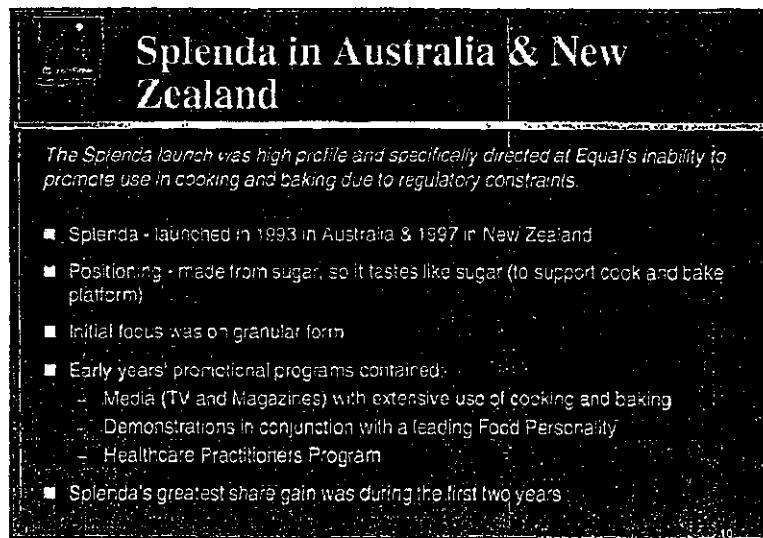


Jul/Aug 94 Volume Share  
Year 2 Splenda



## Splenda in Canada

- Splenda invested \$5.8 MM in advertising and generated \$6.9 MM in sales during the first 2 years after its launch (1992-1994)
- Splenda support included the following consumer, medical, and trade vehicles:
  - National TV advertising (summer, fall)
  - Radio advertising supplemental to TV
  - Double page spreads in all major magazines at launch
  - Direct mail program to consumers
  - Recipe booklets
  - Display units/ trial sizes
  - Taste demos at food shows
  - Medical detailing by McNeil & LifeScan
  - Co-op advertising
  - Trade deals



## Splenda's Anticipated Objectives

Based on an understanding of Splenda efforts in other countries and McNeil's aggressive development of Benecol and Splenda as an ingredient, McNeil will invest to realize high returns for the tabletop brand.

### Objectives

- Achieve Year 2001 Net Sales of \$65 MM; Year 2002 Sales of \$95 MM
- Gain a share of 10% in 2001 and 14% in 2002
- Grow the category 7% in year 2001 and 3% in year 2002

### Source of Volume

- Sugar Users (40% of volume)
- Current sugar substitute Users (60% of volume)

## Splenda's Consumer Proposition

### Positioning

- Primary: "Tastes like sugar because it's made from sugar"
- Secondary: "Can be used virtually anywhere sugar is used, including cooking and baking."

### Target

- Weight Conscious women
- Diabetic consumer

### Product

- Assortment: Trial size, 100 ct packets, 200ct packets, c/Lb pack, 55g and 110g granular bulk

### Price

- Price 10% below Equal

Splenda 2000-01 Potential \$30+ MM Launch Plan											
	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	SEP
TV	TV featuring celebrity voiceover advertisements						TV			TV	
Print	Women's service books: 50+ books featuring Hope Warsaw										
FSI		In-Store FSI Save \$1.50		FSI Save \$1			FSI Save \$1.75			FSI Save \$1.75	
In-store Sampling		In-store sampling 30 CDD stores					In-pack coupons fast products				
Out of Home Sampling				Target sampling in health clubs, etc.							
In-store		Trial Shop		ICM \$3.50	Trial Shop	ICM \$3.50			Recipe Contest		
Direct Mail		W/ coupon			W/ coupon			W/ coupon		W/ coupon	
Catalina					Compete Coupon		Competitive Coupon				
PR	Press Event										
Infomercial				INFOCOMMERCIAL							
Website	www.splenda.com										

Splenda Potential Diabetic Launch Plan												
	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP
Print			Diabetic Print "Free trial size" coupon - Hope Warsaw									
Direct Mail			Free Trial									
Sampling			Health related shows, events, mall, walk sponsorship									
Doctors		Doctor Debating	Doctor office samples									
Website												
HRP Pharm Prog												
Health Conf.		ADA						ADA	ADA	ADA		
Starter Kits												
Partnership Prog												



2000-2001 Merisant Current Consumer Plan												
	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug
<b>Equal Consumer</b>												
Print Advertising												
FSL's	50¢				50¢				50¢			50¢
In-pack Coupons												
<b>NutraSweet Consumer</b>												
FSL's		75¢					25¢			25¢		
In-pack Coupons												

2000-2001 Merisant Current RM Plan												
	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug
<b>Acquisition</b>												
Diabetic Book												
ADA												
Membership Mailing												
Dial Packet Fulfillment												
Recs as Hyperlink												
Prescription Study Books												
HCP Roundtable Kits												
HCP Educational												
Meetings												
Health Conferences												
<b>Maintenance/Retention</b>												
ATE												
Targeted Mailings												

## Implications for Merisant and Recommended Response Plan

## Merisant Defense Plan Objectives

### The Merisant Defense Plan Objectives

- Minimize long term impact to Brands
  - Achieve Merisant Market Share of 24.0% in 2002
  - Hold Splenda share to 8% in 2002
- Minimize Operating Earnings Loss

## Splenda Defense Impact on Merisant

Aggressive defense against Splenda to preserve long term franchise value will affect 2000-01 Operating Earnings

	LOW SPENDING	MODERATE SPENDING	HIGH SPENDING
Cumulative Impact 2000-01			
Defense Spending Levels	\$12.5 MM	\$27.5 MM	\$42.5 MM
Ttl Operating Earnings	(\$32.5 MM)	(\$40.0 MM)	(\$54.0 MM)
Merisant Share	23.2%	23.5%	24%
Splenda Share	14%	12%	8%

## Splenda Defense Impact Detail

	2000	2001		2002	
		Low Spend	High Spend	Low Spend	High Spend
Category Growth	2.0	5.0	7.0	3.0	3.0
Market Share					
Merisant	24.0	21.6	23.2	23.2	24.0
Splenda	2.0	10.0	6.0	14.0	8.0
Net Sales Loss (SMM)	(3.7)	(15.7)	(8.0)	(8.1)	(4.1)
Total Increase Spend (SMM)	(2.5)	(5.0)	(25.0)	(5.0)	(15.0)
Op Earning Loss (SMM)	(5.2)	(16.5)	(30.8)	(10.9)	(18.0)

## Merisant Defense Plan Approach

We will respond to the Splenda threat by leveraging our brand portfolio

Equal Leadership Marketing

- As market leader, Equal will command the "high road" by aggressively defending its consumer base through equity building, added value to consumers, and retail leadership

NutraSweet Flighter Brand Marketing

- NutraSweet will aggressively defend its position in the Value Segment by providing strong consumer value in store

## Merisant Defense Plan Strategies

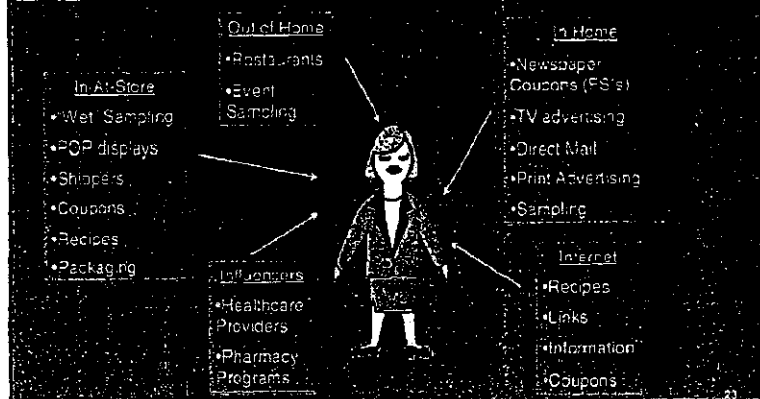
<p><u>Retain Current Users</u></p> <ul style="list-style-type: none"> <li>Insulate current users from Splenda trial</li> <li>Increase loyalty of diabetic consumers and increase presence among key influencers</li> <li>Pro-actively increase awareness of cook/bake message with liquid</li> <li>Enhance NutraSweet's position as the preferred value segment brand</li> </ul>	<p><u>Obtain New Users</u></p> <ul style="list-style-type: none"> <li>Broadly communicate brand equity message of "Tastes like sugar"</li> <li>Increase newly diagnosed diabetic initiatives (within Retain Current)</li> </ul>
<p><u>Expand Trade Leadership</u></p> <ul style="list-style-type: none"> <li>Launch volume generating incentive programs designed to improve retail execution of volume drivers</li> </ul>	

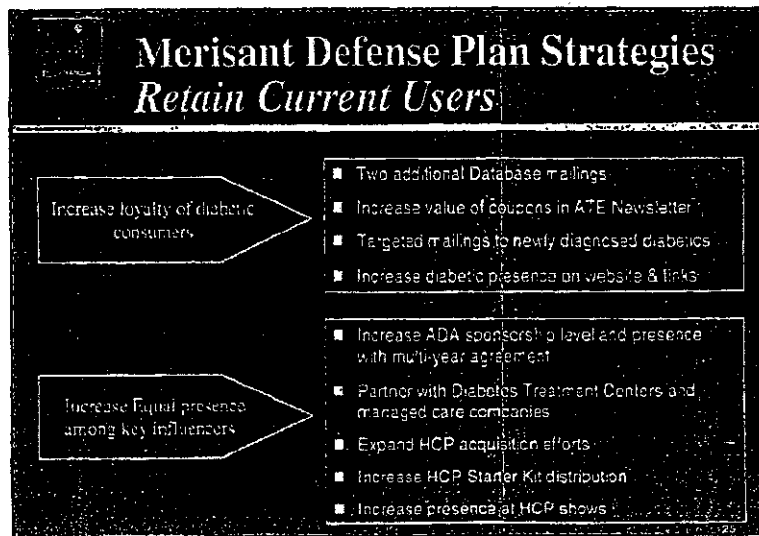
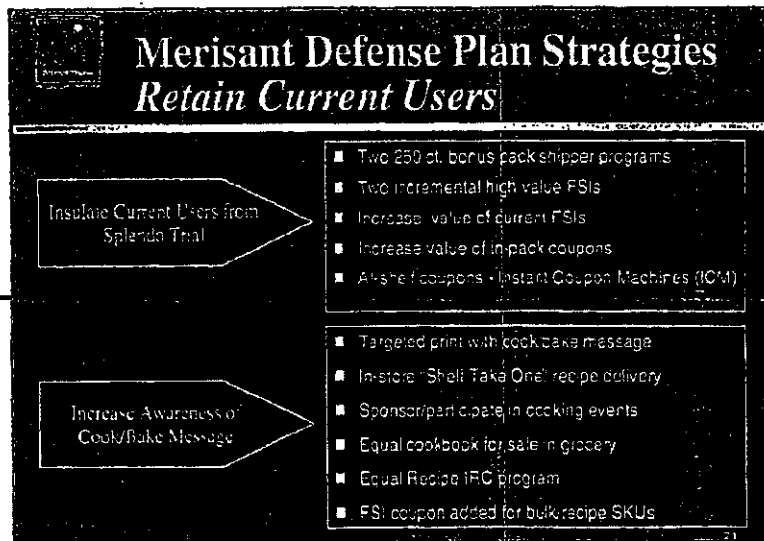
## Merisant Defense Plans/Tactics

### What you will see in the plan today

- Today's review is of the core plan elements that will successfully defend the franchise.
- Today's review is not a presentation of the plan's "umbrella" consumer and retailer communication theme, or other specific creative concepts. That work will follow plan approval.

## Our Plan Will Surround Consumers





### Merisant Defense Plan Strategies *Retain Current Users*

Solidify NuroSweet's position as the preferred value brand

- Deliver Instant Redeemable Coupons on package
- Deploy in-store "Buy One Get One Free" shipper
- Improve trade execution through retail programs
- Redesign packaging to leverage Swirl equity

### Merisant Defense Plan Strategies *Obtain New Users*

Communicate "Tastes Like Sugar" equity message to generate trial

- Advertise historical Equal positioning of "Tastes Like Sugar" (TV and print)
- Wet product sampling in store and at high volume venues - train stations, malls, events
- Dry product sampling with host products
- Display shippers with trial size packets (2.5 ct.)

## Merisant Defense Plan Strategies Expand Trade Leadership

Launch volume generating  
incentive programs

### Work & Earn Growth Program

- Cooperative partnership with key retailers designed to focus attention on improving performance of the primary business drivers - Merchandising, Assortment, Pricing, Shelving
- Delivers 5% payout for achieving 10%+ real growth

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## 2000-2001 Merisant Defense Consumer Plan

	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sept
<b>Consumer</b>													
<b>ECU/L</b>													
Advertising													
Public Relations													
Promotion													
PRs	50c		5% Off							5% Off			50c
Target Print w/ Coupon													
In Store			Shelf Talk		Shelf Talk	50c	Shelf Talk						
In-Store Sampling							Sampling						
Out-of-Home										Event Sampling, etc			
Product Sampling										Key Host Partners - General, Coffee, Fruit			
Equal Planter IRC				50c									
<b>NutraSweet</b>													
PRs		25c						25c			25c		
IRC's						25c							

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## 2000-2001 Merisant Defense RM Plan

	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep
<b>Relationship Marketing</b>													
Diabetes Print													
ATE													
Individual Training													
Newly Diagnosed													
HCP Acc Mailings													
Health Care Plus													
Slender Kits													
ACA	Workshop												
Partnerships													
Public Relations													

## Merisant Defense Trade Promotion Plan - Equal

	SEP	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP
<b>EQUAL</b>													
BASE PLAN													
Nat'l 15% OI	FCM			FCM				FCM		FCM		FCM	
MDF	F Core Miss DM Key Acct			F Core Miss DM Key Acct				F Core Miss DM Key Acct		F Core Miss DM Key Acct		F Core DM	
Shippers 10/02	Nat'l 15% OI FCM							Nat'l 15% OI FCM				Nat'l 15% OI DM FCM	
Shippers 20/04												Nat'l 15% OI FCM	
INCREMENTAL													
Work & Eval													
Trial Site Shipper							FCM						
250ct Bonus Pack						FCM							
Shippers 2500s						Nat'l 15% OI FCM							

Trade Promotion Plan - NutraSweet												
	SEP	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG
<b>NUTRASWEET</b>												
<b>BASE PLAN</b>												
Net 110% OI		FOM					FOM			FOM		
DOE		Fd Core Mktg DM Key Acct					Fd Core Mktg DM Key Acct			Fd Core Mktg DM Key Acct		
<b>INCREMENTAL</b>												
Work & Estn												
200 ct. FGO Shp		FOM					FOM					

Recommended Plan Spending Summary			
Base Spending Plan		Incremental Spending Plan	
■ Equal Consumer Promo	2,500	■ Equal Consumer Promo	7,625
		■ FSI/Coupon in Gen. Pubs.	2,920
		■ Added value to Shippers	200
		■ Shelf Take/CIA	950
		■ Sampling - wet	1,000
		■ Sampling - dry	1,000
		■ Equal Flanker IRCs	795
		■ in-pack coupons	760

Recommended Plan Spending Summary		
Base Spending Plan		Incremental Spending Plan
Equal Relationship Mktg	4,300	Equal Relationship Mktg 1,650
		■ Incremental DB Mailings 650
		■ Increase Coupon Value ATE 200
		■ Newly Diagnosed Mailing 100
		■ Increased Show Presence 100
		■ Increase Diab. Presence - Web 50
		■ Increased ADA Programming 200
		■ Expanded HCP Efforts 150
Equal Advertising	4,000	■ Partner Programs 100
		■ Cook, Bake Events, Cookbook 100
		Equal Advertising
		■ TV 12,000

Recommended Plan Spending Summary		
Base Spending Plan		Incremental Spending Plan
NutraSweet Consumer Promo	900	NutraSweet Consumer 340
Equal Trade Marketing	11,000	■ Redesign Packaging 40
		■ IRCs 300
		Equal Trade Marketing 4,235
		■ Bonus Pack 1,335
		■ Trial Size Shipper 900
		■ Work & Earn Program 2,000
NutraSweet Trade Marketing	1,300	NutraSweet Trade Marketing 640
		■ Buy One Get One 440
		■ Improved Trade Programs 200
<b>Total Base Spending</b>	<b>23,000</b>	<b>Total Incremental Spend \$26,450</b>

## **Exhibit B**

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BEGBATES	ENDBATES	CUSTODIAN
MER00000001	MER00006836	Abdallah, Amy
MER00006837	MER00007676	Edelstein, Lael
MER00007677	MER00008319	Boyce, Jane
MER00008320	MER00008728	Golomb, Jennifer
MER00008729	MER00010354	Abdallah, Amy
MER00010355	MER00010711	Resch, Roxanne
MER00010712	MER00012512	Abdallah, Amy
MER00012513	MER00014162	Burke, Genevieve
MER00014163	MER00016513	Abdallah, Amy
MER00016514	MER00016862	Kim, Angela
MER00016863	MER00018358	Shulman, Amy
MER00018359	MER00019935	Abdallah, Amy
MER00019936	MER00019956	Jones, Barb / Donald, Arnold
MER00019957	MER00019978	Beccastro, Mike
MER00019979	MER00021516	Tanios, Michelle
MER00021517	MER00021647	Schwatz, Risa
MER00021648	MER00021710	Burke, Genevieve
MER00021711	MER00021716	Hotz, Deb
MER00021717	MER00021722	Marye, Felisha
MER00021723	MER00021740	Esparrago, Diane
MER00021741	MER00021746	Abdallah, Amy
MER00021747	MER00024220	Schwatz, Risa
MER00024221	MER00032655	Abdallah, Amy
MER00032656	MER00032684	Ahonen, Janet
MER00032685	MER00035340	Boyce, Jane
MER00035341	MER00035734	Burke, Genevieve
MER00035735	MER00036992	Camacho, Elisa
MER00036993	MER00037858	Cook, Robin
MER00037859	MER00038456	Cordero, Pilar
MER00038457	MER00039503	Cuervo, Javier
MER00039504	MER00039585	Edelstein, Lael
MER00039586	MER00039831	Frahler, Ron
MER00039832	MER00039839	Ganem, Ricardo
MER00039840	MER00040025	Golomb, Jennifer
MER00040026	MER00040158	Kamerer, Vanessa
MER00040159	MER00040302	Marye, Felisha
MER00040303	MER00040921	Norton, Ian
MER00040922	MER00040932	Sawyer, John
MER00040933	MER00041105	Schuster, Beth
MER00041106	MER00041132	Shulman, Amy
MER00041133	MER00041186	Gonzalez, Sammy
MER00041187	MER00041193	Cuervo, Javier
MER00041194	MER00041681	Gonzalez, Sammy / Soto, Marileana
MER00041682	MER00041683	Van Roadshooven, Tirzah
MER00041684	MER00042190	Gonzales, Sammy / Soto, Marileana
MER00042191	MER00042907	Mavity, Steve/ Lopez-Erb, Santiago
MER00042908	MER00042921	Grayson, Warren
MER00042922	MER00043398	Kissam, Luke / Grayson, Warren
MER00043399	MER00043407	Hoster, Jeffrey
MER00043408	MER00043410	Burke, Genevieve
MER00043411	MER00043417	Cuervo, Javier

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MER00043418	MER00047078	Mavity, Steve
MER00047079	MER00047187	Edelstein, Lael
MER00047188	MER00047466	Doyle, John
MER00047467	MER00047499	Cordero, Pilar
MER00047500	MER00047616	McDonnel, Kurt
MER00047617	MER00047626	Schuster, Beth
MER00047627	MER00047757	Veber, Etienne

## **Exhibit C**

**From:** Boyce, Jane M  
**Sent:** Monday, January 31, 2005 2:49 PM  
**To:** Shulman, Amy; Burke, Genevieve; Abdallah, Amy L; Caron, Michael; Norton, Ian M; Beccastro, Mike  
**Subject:** RE: Equal Monthly Competitive Update

Splenda's reported media spend in 2003 was \$21.4M. (\$16.35M TV, \$5.1M print). Therefore, Splenda's 2004 media spend of \$36.4M was a increase of \$15M or 70% over prior year. There is a shift in mix occuring. In '03, print accounted for 24% of media dollars, in '04 print was 41% of media dollars. (The first quarter of '03, Splenda did not have a print campaign.)

-----Original Message-----

**From:** Shulman, Amy  
**Sent:** Monday, January 31, 2005 1:37 PM  
**To:** Burke, Genevieve; Abdallah, Amy L; Caron, Michael; Norton, Ian M; Beccastro, Mike  
**Cc:** Boyce, Jane M  
**Subject:** FW: Equal Monthly Competitive Update

FYI on Splenda's spending. Jane, do you have 2003 spending? How significant an increase was 2004? Thanks

Amy Shulman  
Vice President of Marketing N.A.  
Merisant  
10 S. Riverside Suite 850  
Chicago, IL 60606  
p: 312-840-5141  
Amy.Shulman@Merisant.com

-----Original Message-----

**From:** Mariam Dilawari [mailto:mdilawari@mediakitchen.tv]  
**Sent:** Monday, January 31, 2005 12:03 PM  
**To:** Shulman, Amy  
**Subject:** Equal Monthly Competitive Update

Jane,

Per your request, attached please find the updated 2004 Competitive Report. All competitive data has been provided by Strategy. We have provided activity by week, quarter, and YTD for TV, while Print is shown by month. Although some activity has been reported through December, we expect final numbers for all competitive activity to be available by March, when we will deliver a deeper analysis. Below is an overview of key findings and notable activity throughout the year:

Brand Findings  
\* Splenda: Total spend of \$36.4MM in TV and Print.

TV/PRINT Ratio: 59/41

TV Recap

- \* Total TV Spend: \$21.3MM
- \* Network: 61%
- \* Spot: 7%
- \* Cable: 20%
- \* Syndication: 12%

Splenda's flighting was consistent throughout the YTD, with a heavy up in Q3. Concentrating on Network and Cable TV, leads us to believe their media strategy is reach-



focused among women 35+.

Print Recap

- \* Total Print Spend: \$15.1MM
- \* Consumer Magazines: 96%
- \* Trade Publications: 4%

Splenda ran print throughout the year, heavying up in November and December for the holiday season. The publication selection included those within the Shelter, Women's Service, Epicurean, Health & Fitness, and Entertainment categories. Their use of broad-based print and through reviewing the median age with the selected publications, we can derive that the strategy is reach-focused.

Although they only spent 4% of their Print budget on trade, they had a strong presence over an extensive list of publications within the Food Management, Baking, Beverage, and Dairy categories, while both Equal and Sweet N' Low ran in solely Restaurant and Hospitality trade publications.

- \* Sweet N' Low: Total spend of \$2.3MM.

TV/PRINT Ratio: 83/17

TV Recap

- \* Total TV Spend: \$1.9MM
- \* Network: 0%
- \* Spot: 2%
- \* Cable: 0%
- \* Syndication: 98%

Sweet n' Low allocated their limited dollars to have TV presence in Q1 and Q2, while remaining dark from July-November. The majority of the \$1.9MM was spent in syndication.

Print Recap

- \* Total Print Spend: \$400M
- \* Consumer Magazines: 64%
- \* Trade Publications: 36%

Sweet N' Low spent over half of their print budget on one insertion in the January issue of Good Housekeeping, which is the only consumer print used, while the other \$145M went directly to insertions in trade publications.

- \* Equal: Equal spent a total of \$9.2MM

TV/PRINT Ratio: 45/55

TV Recap

- \* Total TV Spend: \$4.1MM
- \* Network: 55%
- \* Spot: 1%
- \* Cable: 14%
- \* Syndication: 30%

The majority of the TV budget was used in Q1 and Q4.

Print Recap

- \* Total Print Spend: \$5.1MM
- \* Consumer Magazines: 79%
- \* Trade Publications: 21%

Similar to Splenda, the book selection included those of the Shelter, Women's Service, Epicurean, Health & Fitness, and Entertainment categories. Both ran insertions within Parade; one insertion accounted for 12% of the entire print budget. Equal had a presence in print with a heavy up from March-July.

Equal allocated more towards trade publications than both Splenda and Sweet N' Low. They outspent Splenda by 26.7% and Sweet N' Low by 51.2%. This was the only category in which we were able to outspend Splenda.

Although we ran a few insertions in December, no activity has been reported as of yet.

Category Insights

All three brands allocated significant dollars towards their TV plans. The overall TV/PRINT Ratio was a 57/43. There was no apparent seasonality pattern across the brands,

each flighted their schedules differently, providing presence throughout the year with the exception of Sweet N' Low as their budget would not allow for continuity. Both Splenda and Equal spent most of their dollars towards Network TV, while Sweet N' Low ran mostly with syndication.

The consumer print of the three brands focused on those the shelter, women's service, Epicurean, and health/fitness publications, specifically within the Women 35+ category. As with previous learnings, Splenda continues to be the dominant advertiser within the Low Calorie Sweetener category, accounting for 78% of all media spending.

Please let us know if you have any questions or concerns.  
Thank you,

--

Mariam Dilawari  
Media Strategist  
The Media Kitchen  
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f. (646) 336-6627